

STATE OF ALABAMA  
COUNTY OF SHELBY

2227  
INTENT TO DISSOLVE AN ALABAMA CORPORATION  
BY VOLUNTARY CONSENT OF SHAREHOLDERS

Before me the undersigned authority in and for said County and State, personally appeared the shareholders of EVERCLEAR POOL SUPPLY COMPANY, INC. whose identities being made known to me, and being sworn according to law, state the following:

1. We, Douglas O. Smyth, Eva S. Smyth, and Gerhard O. Smyth are all of the shareholders of the Corporation.

2. The name of the Corporation is EVERCLEAR POOL SUPPLY COMPANY, INC.

3. Names and addresses of officers are:

Douglas O. Smyth/ Pres. 993 Ryecroft Road  
Pelham, AL 35124

Eva S. Smyth/ Sec. & Tres. same address

Gerhard O. Smyth/ Vice Pres. same address

4. Names and addresses of directors are:  
(same)

5. Incorporation herein by reference and attached hereto as exhibit A is the SHAREHOLDER'S AGREEMENT AND CONSENT FOR DISSOLUTION OF EVERCLEAR POOL SUPPLY COMPANY, INC.

6. The attached and referenced SHAREHOLDER'S AGREEMENT AND CONSENT FOR DISSOLUTION OF EVERCLEAR POOL SUPPLY COMPANY, INC. was signed by each shareholder in his own proper person.

Douglas O. Smyth  
Affiant shareholder

Eva S. Smyth  
Affiant shareholder

Gerhard O. Smyth  
Affiant shareholder

Sworn to and subscribed before me this the 25<sup>th</sup> day  
of Sept., 1987.

J. W. Davis  
Notary Public

Bozeman & Davidson  
Suite 108, N. 1st St.,  
Montgomery, AL 36102

STATE OF ALABAMA  
COUNTY OF SHELBY

SHAREHOLDER'S AGREEMENT AND CONSENT FOR DISSOLUTION OF  
EVERCLEAR POOL SUPPLY COMPANY, INC.

WHEREAS, the undersigned, being all of the holders of all of the capital stock of Everclear Pool Supply Company, Inc. a corporation organized under the laws of the State of Alabama, have determined that it would be advisable and in the best interests of the corporation and its shareholders for the corporation to be dissolved; now therefore, be it:

1. RESOLVED, that the shareholders, of Everclear Pool supply Company, Inc. hereby agree to the dissolution of the corporation;

2. RESOLVED FURTHER, that the officers and Directors of Everclear Pool Supply Company, Inc. are authorized and directed to take all actions necessary to wind up the affairs of the corporation, including the lease, sale, conveyance, or assignment of any or all of the corporation's assets and to execute any documents or instruments necessary and incident thereto;

3. RESOLVED FURTHER, that the officers, and Directors of Everclear Pool Supply Company, Inc. are authorized and directed to apply the assets, in cash or in kind, of the corporation to the payment of its known debts and obligations, and after disposing of the assets of the corporation and making suitable provision for the payment of all of its known debts, the Officers and Directors are authorized and directed to distribute the remainder of the corporation's assets to the shareholders, in cash or in kind according to their respective rights and interests;

4. RESOLVED FURTHER, that the officers and Directors are hereby authorized and required to execute all documents, instruments, reports, tax returns, certificates, and affidavits, required by any federal, state, or local government in connection with or by reason of the liquidation and dissolution of Everclear Pool Supply Company, Inc. or on behalf of the corporation, including U.S. Treasury department Form 966;

5. RESOLVED FURTHER, that on completion of all liquidation actions, the officers and Directors of the corporation are hereby authorized and required to file all documents required by law to complete the winding up of the affairs and the dissolution of the corporation.

IN WITNESS WHEREOF, the undersigned have hereunto signed and sealed this instrument.

Executed on September 15, 1987 at  
Pelham (City), Alabama (state).

WITNESSES:

[Signature]

[Signature]

[Signature]

[Signature]  
Affiant shareholder

[Signature]  
Affiant shareholder

[Signature]  
Affiant shareholder

STATE OF ALA. SHELBY CO.  
I CERTIFY THIS  
INSTRUMENT WAS FILED

1987 SEP 29 PM 1:45

[Signature]  
JUDGE OF PROBATE

Rec'd 8.30  
1987  
11.00

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